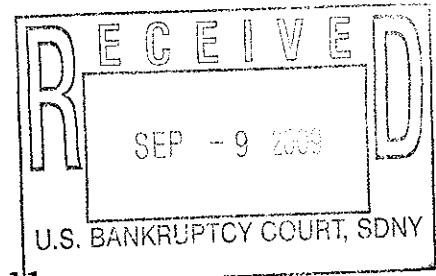


UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK



-----X	:	Chapter 11
IN RE	:	
GENERAL MOTORS CORP., et al.,	:	Case No. 09-50026(REG)
	:	(Jointly Administered)
Debtors.	:	
-----X	:	JURY TRIAL RIGHT PRESERVED

AFFIDAVIT

OF UNIFORM DECLARATORY JUDGMENT ACT ENTITLED APPLICANT/
PETITIONER LAFONZA EARL WASHINGTON SHOWING CAUSE FOR
NEED FOR TIMELY ISSUANCE OF EXECUTION - TO AVOID
STATUTORILY PREVENTABLE LOSS

I, Lafonza Earl Washington, hereby state under penalty
of perjury that,

1. He is the "IMPLIED" judgment creditor based on an Order, Final Judgment, and Out-Of-Court Settlement dated July 31, 2008, against Defendant General Motors Corporation witnessed to by the "Notice To Debtors' Retirees Represented By The International Union, United Automobile, Aerospace and Agricultural Implement Workers Of America Of Sale Of Debtors' Assets And Approval Of UAW Retiree Settlement Agreement" testifying of, "the 2008 Settlement Agreement" approved by the United States District Court for the Eastern District of Michigan in the class action styled Int'l Union UAW, et al. v. General Motors Corporation, Civil Action No. 07-14074 (E.D. Mich. filed Sept. 9, 2007) (final order entered July 31, 2008)', on Page 2 of this Notice.

2. On July 31, 2008, final order for Attorney Fees and Expenses and the unauthorized 'Findings of Facts and Conclusions

of Law' prohibited by the Federal Rules of Civil Procedure were made as witnessed to by Attorney (? no bar # cited or filed) Steve Karotkin, Harvey R. Miller, Joseph H. Smolinsky of WEIL, GOTSHAL & MANGES LLP, and testimony made on Page 4 of the Notice To Debtors' Retirees Represented By...", the UAW.

3. The Defendant in the Michigan class action who is the Debtor in this above-numbered action, the General Motors Corporation, was NOT an "adverse" party to this Petitioner/Applicant, a timely Claimant in the Michigan class action, whereby the "IMPLIED" agreement upon this Petitioner's demanded rights and GM's obligations that was NOT controverted by GM eliminated the necessity of a judicial resolution of the out-of-court settlement owed and demanded by this party in the sum of \$1,564,629,220.00 at 15% annual interest or at \$556,940.00 per day calculated thru Monday, June 15, 2009.

4. No part of the Uniform declaratory Judgment Act remedy or "IMPLIED" agreement to the out-of-court settlement entitlement and demand has been paid, and the whole of such debt is now due and remains unsatisfied.

5. This SWORN party is in danger of losing the amount of his constitutionally and Federal Laws protected (monetary) property "OWNERSHIP" rights payment by prohibited delay in issuing execution on money required to be deposited in the U.S. Treasury or a designated depository.

6. This SWORN party declares that he is justified in his belief in the danger arising from such delay by the following

facts and circumstances:

(i) Title 11 U.S.C. § 363 prohibits such a sale by GM based on ONLY the trustee 'MAY' use, sell, or lease, other than in the ordinary course of business, property of the estate NOT Debtor GM, regardless of VOID, nonenforceable resolved resolution frauds etc., by GM's Board of Directors.

(ii) However, § 363 (b)(1)(B)(ii) prohibits a Trustee, who has NOT been appointed in this case, in the first instance due to clear facts proving that applicable and cited "NONBANKRUPTCY" laws, multiple of them have been violated which divest the trustee also from such use, sale, or lease of GM's assets.

(iii) The U.S. District Court for the Southern District of New York, which this bankruptcy court is only a unit of, is required to have EXCLUSIVE jurisdiction of Debtor GM's assets beginning June 1, 2009, under Title 28's NONBANKRUPTCY law, yet GM's Notice Of Sale Hearing frauds a purchaser sponsored by the U.S. Treasury has purchased substantially all of Debtor GM's assets free and clear of all liens, claims, encumbrances and other interests that directly threatens the ownership and will cause the losses.

(iv) The immediate direction of the Court to deliver the demanded sum to this rightful "OWNER"

is the only act that will prevent these losses
and until the Direction from the Court to comply
with statutory delivery of this money prohibited
losses will repeatedly continue; BY LAW this Court
has the duty to administrate justice and the
immediate delivery, if deprived the losses and
deliberate causing of financial hardship will
continue with the Courts having full knowledge of
these civil and criminal activities by natural
persons abusing unauthorized corporate processes
which EQUITY of justice always is required to enjoin.

"I DECLARE THAT THE STATEMENTS ABOVE ARE
TRUE TO THE BEST OF MY INFORMATION
KNOWLEDGE AND BELIEF."

Dated: June 15, 2009



By: Lafonza Earl Washington
Applicant/Petitioner
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

Lafonza Earl Washington
Applicant/Petitioner
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE

GENERAL MOTORS CORP., et al.,
Debtors.

Chapter 11

Case No. 09-50026 (REG,

(JOINTLY ADMINISTERED,

JURY TRIAL (DEMAND) PRESERVED

NOTICE

OF "AMENDED MOTION APPLICATION" BY LAFONZA EARL WASHINGTON TO BE IMMEDIATELY GRANTED ON THE SAME DATE AS DEBTORS' NOTICE OF SALE HEARING TO SELL SUBSTANTIALLY ALL OF DEBTORS' ASSETS PURSUANT TO MASTER SALE AND PURCHASE AGREEMENT WITH VEHICLE ACQUISITION HOLDING LLC, A U.S. TREASURY-SPONSORED PURCHASER WITH RESPONSE AND PETITION TO COMPEL PAYMENT IN THE NATURE OF A PEREMPTORY WRIT OF MANDAMUS INVOLVING RES ADJUDICATA AND COLLATERAL ESSTOPPEL ISSUES PREVIOUSLY DISPOSED OF IN DEFENDANT GENERAL MOTORS CLASS ACTION'S ORDER, FINAL JUDGMENT AND OUT OF COURT SETTLEMENT AGREEMENT IN CASE NO. 07-CV-14074 IN THE U.S. DISTRICT COURT FOR THE EASTERN DISTRICT OF MICHIGAN - SOUTHERN DIVISION (DETROIT) PURSUANT TO THE BELOW-CITED SECTIONS OF TITLES 11, 28, AND 31 of the UNITED STATES CODE

OR

IF THIS "OWNER'S" MONEY IS NOT PAID IMMEDIATELY DEMANDED "WITHDRAWAL" OF THIS ENTIRE PROCEEDING BASED ON 28 U.S.C. §§ 157(d), 1334 (e) ETC., MOTION IS FILED-PETITIONER WASHINGTON DOES NOT "CONSENT" TO THE BANKRUPTCY JUDGE/COURT DETERMINING THAT RESOLUTION OF THESE QUESTIONABLE PROCEEDINGS REQUIRES CONSIDERATION OF BOTH TITLE 11 AND OTHER LAWS OF THE UNITED STATES REGULATING ORGANIZATIONS OR ACTIVITIES AFFECTING INTERSTATE COMMERCE AND DEMANDS A JURY TO FIND ALL FACTS IN THE PROPER VENUED U.S. DISTRICT COURT

TO: United States Bankruptcy Court
Vito Geena, Clerk
and
WEIL, GOTSHAL & MANGES LLP
Attorneys for the Debtors
Attn: Harvey R. Miller, Esq.
Stephen Karotkin, Esq.
Joseph H. Smolinsky, Esq.
and
U.S. Attorney's Office
Southern District of New York
Attn: David S. Jones, Esq.
Matthew L. Schwartz, Esq.
and
CADWALADER, WICKERSHAM & TAFT LLP
Attorneys for the Purchaser
Attn: John J. Rapisardi, Esq.
and
CLEARY, GOTTlieb, STEEN & HAMILTON LLP
Attorneys for the UAW
Attn: James L. Bromley, Esq.
and
COHEN, WEISS & SIMON LLP
Attorneys for the UAW
Attn: Babette Ceccotti, Esq.
and
VEDDER PRICE, P.C.
Attorneys for Export Development Canada
Attn: Michael J. Edelman, Esq.
Michael L. Schein, Esq.
and
Office of the U.S. Trustee for the
Southern District of New York
Attn: Diana G. Adams, Esq.
and
Eric Holder
United States Attorney General
and
Barack H. Obama, President
United States of America
and
Frederick A. Henderson
President and Chief executive Office

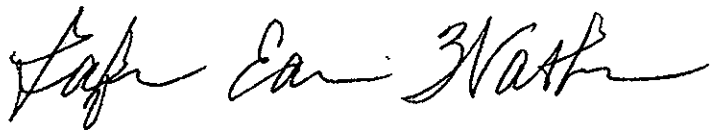
and a Proper Officer of the
Board of Directors of the
General Motors Corporation

PLEASE TAKE NOTICE that on June 19, 2009, pursuant to the
Federal Rules of Civil Procedure (FRCP), Rules 11(a) and 12(f),
the pleadings filed by the Debtors' attorney are MOTIONED to be

is the only act that will prevent these losses
and until the Direction from the Court to comply
with statutory delivery of this money prohibited
losses will repeatedly continue; BY LAW this Court
has the duty to administrate justice and the
immediate delivery, if deprived the losses and
deliberate causing of financial hardship will
continue with the Courts having full knowledge of
these civil and criminal activities by natural
persons abusing unauthorized corporate processes
which EQUITY of justice always is required to enjoin.

"I DECLARE THAT THE STATEMENTS ABOVE ARE
TRUE TO THE BEST OF MY INFORMATION
KNOWLEDGE AND BELIEF."

Dated: June 15, 2009



By: Lafonza Earl Washington
Applicant/Petitioner
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

Search Documents

Docket Date: (mm/dd/yyyy) To (optional):
(mm/dd/yyyy)

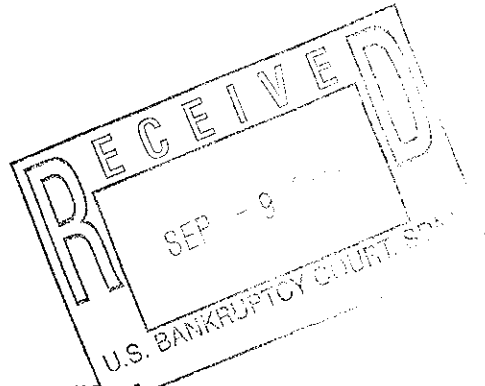
Docket No.: 2477 To (optional):

Search Description for:

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Court Documents

United States Bankruptcy Court Southern District of New York
In re Motors Liquidation Company
Case No. 09-50026

1 Results Found

*The docket is currently displayed in **reverse chronological order**. To display the docket in **chronological order**, please [click here](#).*

Date	Court Docket Number	Description
06/19/2009	<u>2477</u>	Objection to Debtors' Motion filed by LaFonza Earl Washington. (Ho, Amanda) (Entered: 06/25/2009)

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- [Case Information](#)
- [Key Documents](#)
- [First Day Motions and Orders](#)
- [363 Transaction Pleadings](#)
- [UAW-Related Court Documents](#)
- [Stock Trading Order and Related Information](#)
- [Court Documents](#)
- [Scheduled Hearings](#)
- [Claims Register](#)

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

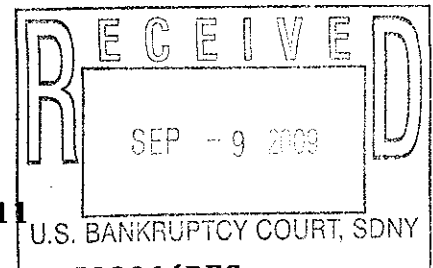
In Re

**GENERAL MOTORS CORP., et al.,
Debtors.**

Chapter 11

Case No. 09-50026(REG)

(Jointly Administered,



**APPLICATION FOR ISSUANCE OF WRIT OF EXECUTION
AGAINST DEBTOR GENERAL MOTORS CORPORATION AFTER
GRANT OF MONEY JUDGMENT/ORDER IN FAVOR OF
JUDGMENT CREDITOR LAFONZA EARL WASHINGTON AND
AS A FINAL REMEDY - BY LAW**

**To: The Clerk of the United States Bankruptcy Court For the Southern
District of New York.**

1. On June 1, 2009, this Court made and entered its judgment/Order in the above - entitled and numbered action.

2. The judgment/order was in favor of this Applicant and against the Debtors' in the sum of \$1,604,171,960.00 at 15% annual interest or at the rate of \$556,940.00 per day and is calculated thru Thursday, August 27, 2009 and is recorded at docket number 3656.

3. No part of the judgment/order "GRANTING RELATED RELIEF" has ever been satisfied that was granted on June 30, 2009, though due demand for satisfaction has been made on Debtors' et al.

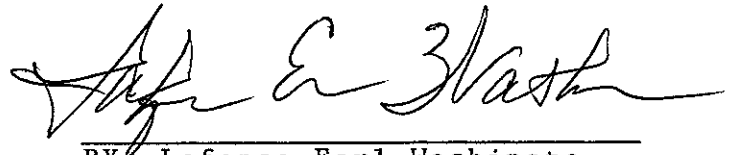
4. There is due and owing to this entity from the Debtors' the sum of \$1,604,171,960.00 and demanded interest is 15% annually and is computed thru Thursday, August 27, 2009.

WHEREFORE, this Applicant requests that the Court issue a Writ of Execution against Debtors' General Motors Corporation et al., on the grant of relief entered for Creditor Lafonza Earl Washington at docket number 3656 in this action and be "DIRECTED" to the levying officer or United States Marshal's office for the Southern District of New York in and for this Federal District and to any registered process server, including the CT Corporation Systems and Order or Command the levying officer to make a Return of the Writ specifying what was done to comply with the Writ and to file and serve the Return on or before Monday, August 31, 2009.

"I DECLARE THAT THE STATEMENTS ABOVE ARE TRUE TO THE BEST
OF MY INFORMATION, KNOWLEDGE, AND BELIEF. "

"I DECLARE THAT THE STATEMENTS ABOVE ARE TRUE TO THE
BEST OF MY INFORMATION, KNOWLEDGE, AND BELIEF."

Dated: August 27, 2009

A handwritten signature in black ink, appearing to read "Earl Washington", written over a horizontal line.

BY: Lafonza Earl Washington,
Judgment Creditor
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

Search Documents

Docket Date: (mm/dd/yyyy) To (optional):
(mm/dd/yyyy)

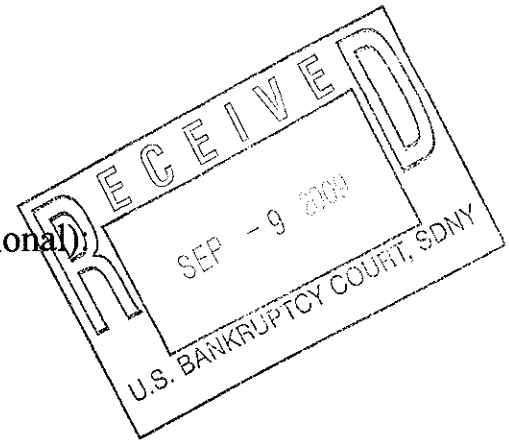
Docket No.: 3656 To (optional):

Search Description for:

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Court Documents

United States Bankruptcy Court Southern District of New York
In re Motors Liquidation Company
Case No. 09-50026

1 Results Found

*The docket is currently displayed in **reverse chronological order**. To display the docket in **chronological order**, please [click here](#).*

Date	Court Docket Number	Description
07/30/2009	<u>3656</u>	Application for Ex Parte Relief Entry - Nunc Pro Tunc - To Debtors' Unnoticed Amended sales Order Approval (I) Authorizing Sale of Assets Pursuant to Amended and Restated Master Sale and Purchase Agreement with NGMCO, Inc. a U.S. Treasury Sponsored Purchaser; (II) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale; and (III) Granting Related Relief that Includes the Amended Motion Application of Applicant/Petitioner LaFonza Earl Washington Pursuant to the Federal Rules of Bankruptcy

• [Home](#)

Procedure Rules 4001(d)(3) and (4) Including the Federal • Case
Rules of Civil Procedure Rules 70, 77, 79, and Title 11
U.S.C. section 363 and 541 filed by LaFonza Earl
Washington. (Ho, Amanda) (Entered: 08/04/2009)

Information

- Key Documents
- First Day Motions
and Orders
- 363 Transaction Pleadings
- UAW-Related Court Documents
- Stock Trading Order and Related Information
- Court Documents
- Scheduled Hearings
- Claims Register

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re

GENERAL MOTORS CORP., et al.,
Debtors.

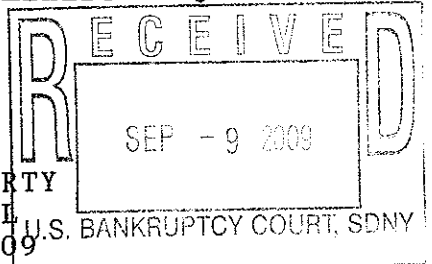
Chapter 11

Case No. 09-50026(REG)

(Jointly Administered)

DIRECTIONS

TO EXECUTION OFFICER TO LEVY ON MONETARY PROPERTY
GRANTED TO JUDGMENT/ORDER CREDITOR LAFONZA EARL
WASHINGTON DATED JUNE 30, 2009 AND JULY 30, 2009
AGAINST DEBTORS' GENERAL MOTORS CORPORATION
ASSETS LOCATED IN THIS FEDERAL DISTRICT



TO: The United States Marshal's Office for the Southern District
of New York and the CT Corporation Systems.

By virtue of the attached Writs of Execution, you are hereby
instructed to levy on \$1,604,171,960.00 of Debtors' General Motors
Corporation which assets are located at 767 Fifth Avenue, New York,
New York, at WEIL, GOTSHAL & MANGES LLP, telephone 212.310.8000.

Please file with the above-named Court the required return
and deliver the Certified check to Lafonza Earl Washington at
7010 Cranwood Drive, Flint, Michigan, by next day delivery which
expense is to be paid by this creditor, by August 31, 2009.

Dated: August 27, 2009

A handwritten signature in dark ink, appearing to read "Lafonza Earl Washington".

By: Lafonza Earl Washington
Creditor
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

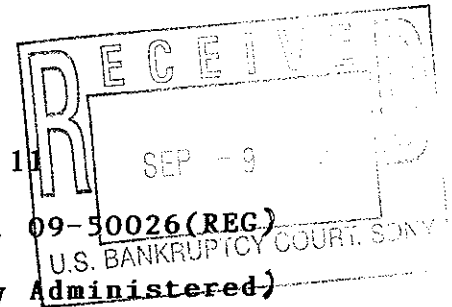
In re

GENERAL MOTORS CORP., et al.,
Debtors.

Chapter 11

Case No. 09-50026(REG)

(Jointly Administered)



EX PARTE APPLICATION - NUNC PRO TUNC TO CORRECT
CLERICAL OMISSION IN PREVIOUS ORDER RELATING TO
DOCKET NUMBERS 2477 AND 3656 FILED BY PETITIONER
LAFONZA EARL WASHINGTON

The above-named Petitioner makes application to the Court to grant the statutory and procedurally entitled to Order authorizing the clerk to enter on the minutes of this Court an Order nunc pro tunc, and as grounds for this application shows the following:

1. A hearing of the Voluntary Petition and this entity's filings etc., was held on June 30, 2009, and the noncontest, nondispute, nondenial of this Petitioner's "3" separate Amended Motion Applications and "2" separate Affidavits were in favor of the above-named Petitioner. An entry of Order for relief was made on June 1, 2009, and Order authorizing sale of assets and granting related relief that included the relief demanded by this Petitioner - By Law - as well as an Order approving amendment to provide for Debtors' post-petition wind-down financing was entered on June 30, 2009. Because of clerical errors the following omission was made in the Orders:

2. With specificity, an Order granting related relief was required to be entered in the name of Lafonza Earl Washington and the Clerk's Certificate of Entry was bound by law to enter

on the record the payment to the Order of this entity in the amount of \$1,594,147,040.00 that is calculated thru Friday, August 14, 2009, which is updated; and the issuance of individual Blue Cross/Blue Shield account cards in the separate names of Lafonza Earl Washington and Joan A. Washington.

3. If the matter set forth above is NOT entered in the Orders of this Court, the relief intended cannot be secured.

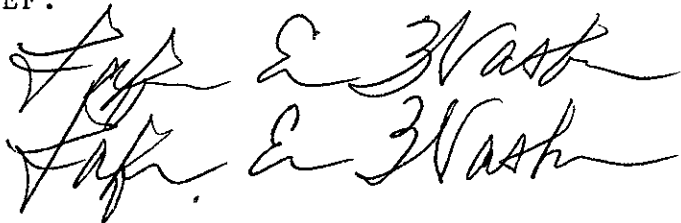
4. Debtor GM or the New GM Co., is NOT required to waive Notice of this Application in compliance with the Federal Rules of Bankruptcy Procedure, Rule 4001(a)(2) authorizes and provides for Ex Parte Relief immediately from the clearly proven repeated irreparable injuries, losses, and damages uncontestedly being caused by GM etc.

"I DECLARE THAT THE STATEMENTS ABOVE ARE
TRUE TO THE BEST OF MY INFORMATION,
KNOWLEDGE AND BELIEF."

Dated: August 13, 2009

{ RENEWED
OR
RESERVED }

SEPTEMBER 4, 2009



By: Lafonza Earl Washington

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

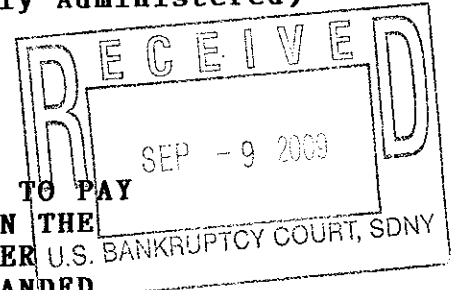
GENERAL MOTORS CORP., et al.,
Debtors.

Chapter 11

Case No. 09-50026(REG)

(Jointly Administered)

CLERK'S CERTIFICATE OF ENTRY FOR ORDER TO PAY
TO THE ORDER OF LAFONZA EARL WASHINGTON THE
SPECIFIC RELATED RELIEF GRANTED IN ORDER
AUTHORIZING SALE OF ASSETS THAT IS DEMANDED
TO BE PAID BY ELECTRONIC FUND TRANSFER



It appears to the Court that the Order previously entered or required to have been entered by the clerk or Judge Robert E. Gerber's Deputy Clerk Helene Blum in the above-entitled action is incorrect as stated because of the omission of the specific entry of the Order and Final Judgment granting this above-named Petitioner his demand for judgment which shall or should have granted the relief demanded in the pleadings to which this party in whose favor it is rendered is or was entitled to.

It further appears that the omission mentioned in Paragraph 1 of this Order occurred through an inadvertent clerical error unintentionally, based on the clerk/deputy clerk was NOT attentive to the record that proved no plan was filed classifying Petitioner's claim or interest and any plan filed is/was required, BY LAW, to leave unaltered the legal, equitable and contractual rights to which the involved claims or interest entitled this Holder of such claims or interests.

IT IS THEREFORE ORDERED that the Order previously entered on

the minutes of the Court, numbered _____, and dated June 30, 2009, be corrected where necessary Petitioner is a pro se party and the Federal Rules of Civil Procedure Rule 12 does NOT require the expertise of licensed attorneys, but include the words IT IS HEREBY ORDERED that the Amended Motion Application of Petitioner/Applicant Lafonza Earl Washington is hereby granted in the sum of \$1,596,931,740.00 and the direction of the Electronic Fund Transfer Application to transfer this amount to the designated account at JPMorgan Bank N.A. be satisfied immediately.

IT IS THEREFORE ORDERED that the related Order previously entered on the minutes of the Court, numbered _____, and dated June 30, 2009, include the words IT IS THEREFORE ORDERED that Judge Gerber's deputy clerk assist in executing the individual Blue Cross/Blue Shield medical cards individually, one separately for Petitioner's legal wife Joan A. Washington and one separately for Petitioner above-named.

IT IS FURTHER ORDERED that this Order, as corrected, be entered nunc pro tunc to appear of record as of June 30, 2009, that being the date when the Order was originally entered and erroneously transcribed and satisfy the unpaid interest of \$556,940.00 ^(per day) thru Friday, August 14, 2009, that is already computed in the total amount herein demanded.

Dated: _____, 2009

United States Bankruptcy Court
Southern District of New York

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

GENERAL MOTORS CORP., et al.,

Debtors.

Chapter 11

Case No. 09-50026(REG,

(Jointly Administered,

RENEWED

CERTIFICATE OF SERVICE

I, Lafonza Earl Washington, CERTIFY that on Tuesday, August 18, 2009, I caused the below-identified papers to be mailed to the below-named entities:

1. Application For Ex Parte Relief Entry Payment Entered on June 30, 2009, In Compliance With Electronic Fund Transfer (REGULATION E) Pursuant To 12 CFR Parts 205 and 229 and the Federal Government's Participation In the Automated Clearing House Pursuant To 31 CFR Parts 210, 240 and 256.60 To Initiate This Automatic Transfer By JPMorgan Chase Bank N.A. - Payee Lafonza Earl Washington's Account - Holding Financial Institution Who Is Authorized By Law To Initiate This Transfer "WITHOUT" A Specific Request and Assistance Is Required To Be Provided By the Clerk's Office Of the Above-Named Court Under the Federal Rules of Civil Procedure.

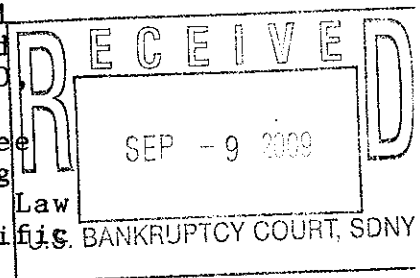
2. Clerk's Certificate Of Entry For Order To Pay To the Order Of Lafonza Earl Washington the Specific Related Relief Granted In Order Authorizing Sale Of Assets That Is Demanded To Be Paid By Electronic Fund Transfer.

3. Ex Parte Application - Nunc Pro Tunc To Correct Clerical Omission In Previous Order Relating To Docket Numbers 2477 and 3656 Filed By Petitioner Lafonza Earl Washington.

4. In re Motors Liquidation Company, Case No. 09-50026, Court Docket No. 2477.

5. In re Motors Liquidation Company, Case No. 09-50026, Court Docket No. 3656.

6. In re General Motors Corp., et al., Debtors, Chapter 11, Case No. 09-50026 (REG) reference to Docket No. 2968 ORDER, "Order (1) Authorizing Sale Of Assets Pursuant To Amended and Restated Master Sale and Purchase Agreement



Search Documents

Docket Date: (mm/dd/yyyy) To (optional):
(mm/dd/yyyy)

Docket No.: 3656 To (optional):

Search Description for:

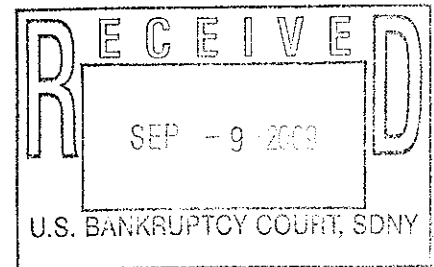
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Court Documents

United States Bankruptcy Court Southern District of New York
In re Motors Liquidation Company
Case No. 09-50026



1 Results Found

*The docket is currently displayed in **reverse chronological order**. To display the docket in **chronological order**, please [click here](#).*

• [Home](#)

Date	Court Docket Number	Description
07/30/2009	<u>3656</u>	Application for Ex Parte Relief Entry - Nunc Pro Tunc - To Debtors' Unnoticed Amended sales Order Approval (I) Authorizing Sale of Assets Pursuant to Amended and Restated Master Sale and Purchase Agreement with NGMCO, Inc. a U.S. Treasury Sponsored Purchaser; (II) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale; and (III) Granting Related Relief that Includes the Amended Motion Application of Applicant/Petitioner LaFonza Earl Washington Pursuant to the Federal Rules of Bankruptcy

Pg 20 of 27

Procedure Rules 4001(d)(3) and (4) Including the Federal • Case
Rules of Civil Procedure Rules 70, 77, 79, and Title 11
U.S.C. section 363 and 541 filed by LaFonza Earl
Washington. (Ho, Amanda) (Entered: 08/04/2009)

Information

- Key Documents
- First Day Motions and Orders
- 363 Transaction Pleadings
- UAW-Related Court Documents
- Stock Trading Order and Related Information
- Court Documents
- Scheduled Hearings
- Claims Register

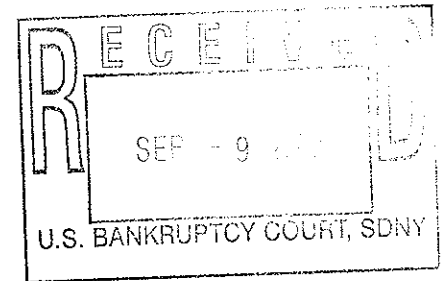
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
In re

GENERAL MOTORS CORP., *et al.*,
Debtors.

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-----X
Chapter 11 Case No.
09-50026 (REG)
(Jointly Administered)



**ORDER (I) AUTHORIZING SALE OF ASSETS PURSUANT
TO AMENDED AND RESTATED MASTER SALE AND PURCHASE AGREEMENT
WITH NGMCO, INC., A U.S. TREASURY-SPONSORED PURCHASER;
(II) AUTHORIZING ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY
CONTRACTS AND UNEXPIRED LEASES IN CONNECTION
WITH THE SALE; AND (III) GRANTING RELATED RELIEF**

Upon the motion, dated June 1, 2009 (the "**Motion**"), of General Motors Corporation ("**GM**") and its affiliated debtors, as debtors in possession (collectively, the "**Debtors**"), pursuant to sections 105, 363, and 365 of title 11, United States Code (the "**Bankruptcy Code**") and Rules 2002, 6004, and 6006 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") for, among other things, entry of an order authorizing and approving (A) that certain Amended and Restated Master Sale and Purchase Agreement, dated as of June 26, 2009, by and among GM and its Debtor subsidiaries (collectively, the "**Sellers**") and NGMCO, Inc., as successor in interest to Vehicle Acquisition Holdings LLC (the "**Purchaser**"), a purchaser sponsored by the United States Department of the Treasury (the "**U.S. Treasury**"), together with all related documents and agreements as well as all exhibits, schedules, and addenda thereto (as amended, the "**MPA**"), a copy of which is annexed hereto as Exhibit "A" (excluding the exhibits and schedules thereto); (B) the sale of the Purchased Assets¹ to the

¹ Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Motion or the MPA.

Purchaser free and clear of liens, claims, encumbrances, and interests (other than Permitted Encumbrances), including rights or claims based on any successor or transferee liability; (C) the assumption and assignment of the Assumable Executory Contracts; (D) the establishment of certain Cure Amounts; and (E) the UAW Retiree Settlement Agreement (as defined below); and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York of Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided in accordance with this Court's Order, dated June 2, 2009 (the "**Sale Procedures Order**"), and it appearing that no other or further notice need be provided; and a hearing having been held on June 30 through July 2, 2009, to consider the relief requested in the Motion (the "**Sale Hearing**"); and upon the record of the Sale Hearing, including all affidavits and declarations submitted in connection therewith, and all of the proceedings had before the Court; and the Court having reviewed the Motion and all objections thereto (the "**Objections**") and found and determined that the relief sought in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates, as contemplated by Bankruptcy Rule 6003 and is in the best interests of the Debtors, their estates and creditors, and other parties in interest and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is

amendment, or supplement does not have a material adverse effect on the Debtors' estates. Any such proposed modification, amendment, or supplement that does have a material adverse effect on the Debtors' estates shall be subject to further order of the Court, on appropriate notice.

69. The provisions of this Order are nonseverable and mutually dependent on each other.

70. As provided in Fed.R.Bankr.P. 6004(h) and 6006(d), this Order shall not be stayed for ten days after its entry, and instead shall be effective as of 12:00 noon, EDT, on Thursday, July 9, 2009. The Debtors and the Purchaser are authorized to close the 363 Transaction on or after 12:00 noon on Thursday, July 9. Any party objecting to this Order must exercise due diligence in filing any appeal and pursuing a stay or risk its appeal being foreclosed as moot in the event Purchaser and the Debtors elect to close prior to this Order becoming a Final Order.

Deleted: Pursuant to Bankruptcy Rules 6004(h) and 6006(d), this Order shall not be stayed for ten days after its entry and shall be effective immediately upon entry, and the Debtors and the Purchaser are authorized to close the 363 Transaction immediately upon entry of this Order.

71. This Court retains exclusive jurisdiction to enforce and implement the terms and provisions of this Order, the MPA, all amendments thereto, any waivers and consents thereunder, and each of the agreements executed in connection therewith, including the Deferred Termination Agreements, in all respects, including, but not limited to, retaining jurisdiction to (a) compel delivery of the Purchased Assets to the Purchaser, (b) compel delivery of the purchase price or performance of other obligations owed by or to the Debtors, (c) resolve any disputes arising under or related to the MPA, except as otherwise provided therein, (d) interpret, implement, and enforce the provisions of this Order, (e) protect the Purchaser against any of the Retained Liabilities or the assertion of any lien, claim, encumbrance, or other interest, of any kind or nature whatsoever, against the Purchased Assets, and (f) resolve any disputes with respect to or concerning the Deferred Termination Agreements. The Court does not retain jurisdiction to hear disputes arising in connection with the application of the Participation

Agreements, stockholder agreements or other documents concerning the corporate governance of the Purchaser, and documents governed by foreign law, which disputes shall be adjudicated as

necessary under applicable law in any other court or administrative agency of competent jurisdiction.

Dated: New York, York
July 5, 2009

s/Robert E. Gerber
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

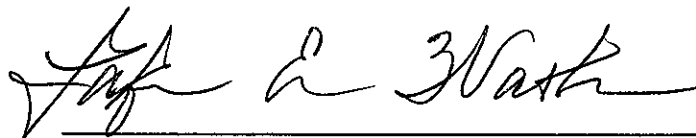
-----x
In Re : Chapter 11
GENERAL MOTORS CORP., et al., : Case No. 09-50026(REG)
Debtors. : (Jointly Administered)
-----x

CERTIFICATE OF SERVICE

I, Lafonza Earl Washington, certify that on Thursday, August 27, 2009, I caused the documents identified below to be mailed to the below-named offices, postage prepaid via UPS Next Day Air and United States Postal Service first class mail as follows:

1. Application For Issuance Of Writ Of Execution
Against Debtor General Motors Corporation
After Grant Of Money Judgment/Order In Favor
Of Judgment Creditor Lafonza Earl Washington
And As A Final Remedy - By Law
2. Directions To Execution Officer To Levy On
Monetary Property Granted To Judgment/Order
Creditor Lafonza Earl Washington Dated June
30, 2009 and July 30, 2009 Against Debtors'
General Motors Corporation Assets Located
In This Federal District *AND EXHIBITS.*

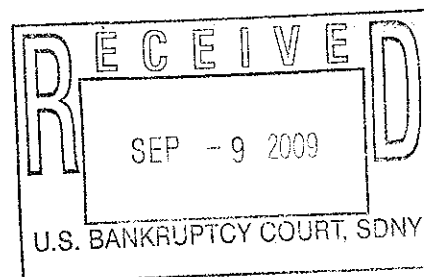
Please process according to law. Thank you.



By: Lafonza Earl Washington
Judgment Creditor
7010 Cranwood Drive
Flint, MI 48505
Tel: 810.922.0308

Mailed To:

United States Bankruptcy Court
Vito Genna, Clerk
One Bowling Green
New York, New York 10004
Tel: 212.668.2870



United States Marshal's Office
Southern District of New York
Executions Division
500 Pearl Street
New York, New York 10007
Tel: 212.331.7200

General Motors Corporation
c/o CT Corporation Systems
111 8th Avenue 13th Floor
New York, New York 10011
Tel: 212.894.8940

Acting Treasurer of the United States
President Barack H. Obama
1600 Pennsylvania Avenue, N.W.
Washington, D.C. 20220

Department of Justice
United States Attorney General
Eric Holder U.S. Attorney General
950 Pennsylvania Avenue, NW
Washington, D.C. 20530